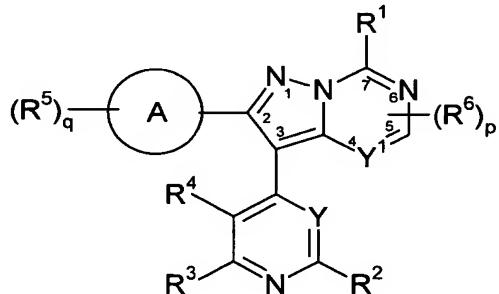


In the Claims:

Please cancel claims 33-40. Please amend claims 4-21, 23, 25-26 and 28-32 as follows.

1. (Original) A compound of formula (I):



wherein:

$R^1$  is selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, Ay, Het,  $-C(O)R^9$ ,  $-C(O)Ay$ ,  $-C(O)Het$ ,  $-CO_2R^9$ ,  $-C(O)NR^7R^8$ ,  $-C(O)NR^7Ay$ ,  $-C(S)NR^9R^{11}$ ,  $-C(NH)NR^7R^8$ ,  $-C(NH)NR^7Ay$ ,  $-OR^7$ ,  $-OAy$ ,  $-OHet$ ,  $-NR^7R^8$ ,  $-NR^7Ay$ ,  $-NHHet$ ,  $-S(O)_nR^9$ ,  $-S(O)_nAy$ ,  $-S(O)_nHet$ ,  $-S(O)_2NR^7R^8$ ,  $-S(O)_2NR^7Ay$ ,  $-R^{10}\text{cycloalkyl}$ ,  $-R^{10}Ay$ ,  $-R^{10}\text{Het}$ ,  $-R^{10}OR^9$ ,  $-R^{10}NR^7R^8$ ,  $-R^{10}NR^7Ay$ ,  $-R^{10}NHSO_2R^9$ ,  $-R^{10}C(O)R^9$ ,  $-R^{10}C(O)Ay$ ,  $-R^{10}C(O)Het$ ,  $-R^{10}CO_2R^9$ ,  $-R^{10}OC(O)R^9$ ,  $-R^{10}OC(O)Ay$ ,  $-R^{10}OC(O)Het$ ,  $-R^{10}C(O)NR^9R^{11}$ ,  $-R^{10}C(O)NR^7Ay$ ,  $-R^{10}C(O)NHR^{10}\text{Het}$ ,  $-R^{10}C(S)NR^9R^{11}$ ,  $-R^{10}C(NH)NR^9R^{11}$ ,  $-R^{10}SO_2R^9$ ,  $-R^{10}SO_2NR^9R^{11}$ ,  $-R^{10}SO_2NHCOR^9$ ,  $-R^{10}OS(O)_nR^9$ , cyano, nitro and azido;

each  $R^7$  and  $R^8$  are the same or different and are independently

selected from the group consisting of H, alkyl, cycloalkyl, alkenyl, cycloalkenyl,  $-C(O)R^9$ ,  $-CO_2R^9$ ,  $-C(O)NR^9R^{11}$ ,  $-C(S)NR^9R^{11}$ ,  $-C(NH)NR^9R^{11}$ ,  $-SO_2R^{10}$ ,  $-SO_2NR^9R^{11}$ ,  $-R^{10}\text{cycloalkyl}$ ,  $-R^{10}Ay$ ,  $-R^{10}\text{Het}$ ,  $-R^{10}C(O)R^9$ ,  $-R^{10}CO_2R^9$ ,  $-R^{10}C(O)NR^9R^{11}$ ,  $-R^{10}C(S)NR^9R^{11}$ ,  $-R^{10}OR^9$ ,  $-R^{10}NR^9R^{11}$ ,  $-R^{10}NHCOR^9$ ,  $-R^{10}NHC(NH)NR^9R^{11}$ ,  $-R^{10}C(NH)NR^9R^{11}$ ,  $-R^{10}NHSO_2R^9$ ,  $-R^{10}SO_2NR^9R^{11}$ ,  $-R^{10}SO_2R^{10}$  and  $-R^{10}SO_2NHCOR^9$ ;

each  $R^9$  and  $R^{11}$  are the same or different and are independently

selected from the group consisting of H, alkyl, cycloalkyl,  $-R^{10}\text{cycloalkyl}$ ,  $-R^{10}OH$ ,  $-R^{10}(OR^{10})_w$  where w is 1-10, and

$-R^{10}NR^{10}R^{10};$

each  $R^{10}$  is the same or different and is independently selected from the group consisting of alkyl, cycloalkyl, alkenyl, cycloalkenyl, and alkynyl;

$n$  is 0, 1 or 2;

Ay is aryl;

Het is a 5- or 6-membered heterocyclic or heteroaryl group;

$Y^1$  is N or CH;

$p$  is 0, 1 or 2 when  $Y^1$  is CH,

$p$  is 0 or 1 when  $Y^1$  is N;

each  $R^6$  is the same or different and is independently selected from the group consisting of H, halo, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, Ay, Het,  $-C(O)R^9$ ,  $-C(O)Ay$ ,  $-C(O)Het$ ,  $-CO_2R^9$ ,  $-C(O)NR^7R^8$ ,  $-C(O)NR^7Ay$ ,  $-C(S)NR^9R^{11}$ ,  $-C(NH)NR^7R^8$ ,  $-C(NH)NR^7Ay$ ,  $-OR^7$ ,  $-OAy$ ,  $-OHet$ ,  $-NR^7R^8$ ,  $-NR^7Ay$ ,  $-NHHet$ ,  $-S(O)_nR^9$ ,  $-S(O)_nAy$ ,  $-S(O)_nHet$ ,  $-S(O)_2NR^7R^8$ ,  $-S(O)_2NR^7Ay$ ,  $-R^{10}cycloalkyl$ ,  $-R^{10}Ay$ ,  $-R^{10}Het$ ,  $-R^{10}OR^9$ ,  $-R^{10}NR^7R^8$ ,  $-R^{10}NR^7Ay$ ,  $-R^{10}NHSO_2R^9$ ,  $-R^{10}C(O)R^9$ ,  $-R^{10}C(O)Ay$ ,  $-R^{10}C(O)Het$ ,  $-R^{10}CO_2R^9$ ,  $-R^{10}OC(O)R^9$ ,  $-R^{10}OC(O)Ay$ ,  $-R^{10}OC(O)Het$ ,  $-R^{10}C(O)NR^9R^{11}$ ,  $-R^{10}C(O)NR^7Ay$ ,  $-R^{10}C(O)NHR^{10}Het$ ,  $-R^{10}C(S)NR^9R^{11}$ ,  $-R^{10}C(NH)NR^9R^{11}$ ,  $-R^{10}SO_2R^9$ ,  $-R^{10}SO_2NR^9R^{11}$ ,  $-R^{10}SO_2NHCOR^9$ ,  $-R^{10}OS(O)_nR^9$ , cyano, nitro and azido; or when  $p$  is 2, two adjacent  $R^6$  groups together with the carbon atoms to which they are bonded form a cycloalkyl or a 5- or 6-membered heterocyclic group containing 1 or 2 heteroatoms;

$Y$  is N or CH;

$R^2$  is selected from the group consisting of halo, alkyl, cycloalkyl, alkenyl, cycloalkenyl, Ay, Het,  $-OR^7$ ,  $-OAy$ ,  $-OHet$ ,  $-NR^7R^8$ ,  $-NR^7Ay$ ,  $-NHHet$ ,  $-S(O)_nR^9$ ,  $-S(O)_nAy$ ,  $-R^{10}NR^7R^8$  and  $-R^{10}NR^7Ay$ ;

$R^3$  and  $R^4$  are the same or different and are each independently selected from the group consisting of H, halo, alkyl, alkenyl, cycloalkyl, Ay, Het,  $-C(O)R^7$ ,  $C(O)Ay$ ,  $-CO_2R^7$ ,  $-CO_2Ay$ ,  $-OR^7$ ,  $-OAy$ ,  $-NR^7R^8$ ,  $-NR^7Ay$ ,  $-NHHet$ ,  $-SO_2NHR^9$ ,  $-R^{10}OR^7$ ,  $-R^{10}cycloalkyl$ ,  $-R^{10}OAy$ ,  $-R^{10}NR^7R^8$  and  $-R^{10}NR^7Ay$ ;

Ring A is selected from the group consisting of aryl, 5-10 membered heterocyclic group and a 5-10 membered heteroaryl group; q is 0, 1, 2, 3, 4 or 5; and each R<sup>5</sup> is the same or different and is independently selected from the group consisting of halo, alkyl, alkenyl, alkynyl, cycloalkyl, cycloalkenyl, Ay, Het, -C(O)R<sup>9</sup>, -C(O)Ay, -C(O)Het, -CO<sub>2</sub>R<sup>9</sup>, -C(O)NR<sup>7</sup>R<sup>8</sup>, -C(O)NR<sup>7</sup>Ay, -C(S)NR<sup>9</sup>R<sup>11</sup>, -C(NH)NR<sup>7</sup>R<sup>8</sup>, -C(NH)NR<sup>7</sup>Ay, -OR<sup>7</sup>, -OAy, -OHet, -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay, -NHHet, -S(O)<sub>n</sub>R<sup>9</sup>, -S(O)<sub>2</sub>NR<sup>7</sup>R<sup>8</sup>, -S(O)<sub>2</sub>NR<sup>7</sup>Ay, -R<sup>10</sup>cycloalkyl, -R<sup>10</sup>Het, -R<sup>10</sup>C(O)R<sup>9</sup>, -R<sup>10</sup>CO<sub>2</sub>R<sup>9</sup>, -R<sup>10</sup>C(O)NR<sup>9</sup>R<sup>11</sup>, -R<sup>10</sup>C(O)NR<sup>7</sup>Ay, -R<sup>10</sup>C(O)NHR<sup>10</sup>Het, -R<sup>10</sup>C(S)NR<sup>9</sup>R<sup>11</sup>, -R<sup>10</sup>C(NH)NR<sup>9</sup>R<sup>11</sup>, -R<sup>10</sup>OR<sup>9</sup>, -R<sup>10</sup>NR<sup>7</sup>R<sup>8</sup>, -R<sup>10</sup>NR<sup>7</sup>Ay, -R<sup>10</sup>SO<sub>2</sub>R<sup>9</sup>, -R<sup>10</sup>SO<sub>2</sub>NR<sup>9</sup>R<sup>11</sup>, -R<sup>10</sup>SO<sub>2</sub>NHCOR<sup>9</sup>, cyano, nitro and azido; or a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

2. (Original) The compound according to claim 1 wherein R<sup>1</sup> is selected from the group consisting of halo, alkyl, cycloalkyl, Ay, Het, -OR<sup>7</sup>, -OAy, -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay, -NHHet, -S(O)<sub>n</sub>R<sup>9</sup>, -R<sup>10</sup>cycloalkyl, -R<sup>10</sup>OR<sup>9</sup>, -R<sup>10</sup>NR<sup>7</sup>R<sup>8</sup> and -R<sup>10</sup>NR<sup>7</sup>Ay.
3. (Original) The compound according to claim 1 wherein R<sup>1</sup> is selected from the group consisting of alkyl, Het, -OR<sup>7</sup>, -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay and -S(O)<sub>n</sub>R<sup>9</sup>.
4. (Currently Amended) The compound according to claim 1 any of claims 1-3 wherein Y<sup>1</sup> is CH.
5. (Currently Amended) The compound according to claim 1 any of claims 1-3 wherein Y<sup>1</sup> is N.
6. (Currently Amended) The compound according to claim 1 any of claims 1-5 wherein p is 0 or 1.

7. (Currently Amended) The compound according to claim 1 any of claims 1-6 wherein each R<sup>6</sup> is the same or different and is independently selected from the group consisting of halo, alkyl, Ay, Het, -C(O)Het, -CO<sub>2</sub>R<sup>9</sup>, -C(O)NR<sup>7</sup>R<sup>8</sup>, -C(O)NR<sup>7</sup>Ay, -OR<sup>7</sup>, -OAy, -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay, -NHHet, -S(O)<sub>n</sub>R<sup>9</sup>, -S(O)<sub>n</sub>Ay, -S(O)<sub>n</sub>Het, -R<sup>10</sup>OR<sup>9</sup> and cyano.

8. (Currently Amended) The compound according to claim 1 any of claims 1-6 wherein each R<sup>6</sup> is the same or different and is independently selected from the group consisting of halo, alkyl, Het, -NR<sup>7</sup>R<sup>8</sup>, -NHHet and -S(O)<sub>n</sub>R<sup>9</sup>.

9. (Currently Amended) The compound according claim 1 to any of claims 1-8 wherein Y is CH.

10. (Currently Amended) The compound according to claim 1 any of claims 1-8 wherein Y is N.

11. (Currently Amended) The compound according to claim 1 any of claims 1-10 wherein R<sup>2</sup> is selected from the group consisting of Ay, Het, -OR<sup>7</sup>, -OAy, -OHet, -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay, -NHHet, -S(O)<sub>n</sub>R<sup>9</sup>, -S(O)<sub>n</sub>Ay, -R<sup>10</sup>NR<sup>7</sup>R<sup>8</sup> and -R<sup>10</sup>NR<sup>7</sup>Ay.

12. (Currently Amended) The compound according to claim 1 any of claims 1-10 wherein R<sup>2</sup> is selected from the group consisting of -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay and -NHHet.

13. (Currently Amended) The compound according to claim 1 any of claims 1-12 wherein R<sup>3</sup> and R<sup>4</sup> are the same or different and are each independently selected from the group consisting of H, halo, alkyl, Ay, -CO<sub>2</sub>R<sup>7</sup>, -OR<sup>7</sup>, -NR<sup>7</sup>R<sup>8</sup>, -R<sup>10</sup>OR<sup>7</sup> and -R<sup>10</sup>NR<sup>7</sup>R<sup>8</sup>.

14. (Currently Amended) The compound according to claim 1 any of claims 1-12 wherein R<sup>3</sup> and R<sup>4</sup> are both H.

15. (Currently Amended) The compound according to claim 1 any of claims 1-14 wherein Ring A is selected from the group consisting of aryl, a 5-6 membered heterocyclic or heteroaryl group and a 9-membered heterocyclic or heteroaryl group.
16. (Currently Amended) The compound according to claim 1 any of claims 1-14 wherein Ring A is selected from the group consisting of phenyl, naphthyl, furan, pyridine, pyrimidine, thiazol, pyrazine, pyrrole, imidazole, oxazole, benzimidazole, quinoline, isoquinoline and quinoxoline.
17. (Currently Amended) The compound according to claim 1 any of claims 1-14 wherein Ring A is selected from the group consisting of phenyl, furan, pyridine and pyrimidine.
18. (Currently Amended) The compound according to claim 1 any of claims 1-14 wherein Ring A is phenyl.
19. (Currently Amended) The compound according to claim 1 any of claims 1-18 wherein q is 0, 1 or 2.
20. (Currently Amended) The compound according to claim 1 any of claims 1-19 wherein each R<sup>5</sup> is the same or different and is independently selected from the group consisting of halo, alkyl, alkenyl, Ay, Het, -CO<sub>2</sub>R<sup>9</sup>, -C(O)NR<sup>7</sup>R<sup>8</sup>, -C(O)NR<sup>7</sup>Ay, -OR<sup>7</sup>, -OAy, -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay, -S(O)<sub>2</sub>NR<sup>7</sup>R<sup>8</sup>, cyano, nitro and azido.
21. (Currently Amended) The compound according to claim 1 any of claims 1-19, wherein each R<sup>5</sup> is the same or different and is independently selected from the group consisting of halo, alkyl, -OR<sup>7</sup>, -NR<sup>7</sup>R<sup>8</sup> and cyano.
22. (Original) A compound selected from the group consisting of:

*N*-Cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-Cyclopentyl-3-[2-(cyclopropylamino)pyrimidin-4-yl]-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
4-[2-(3-Chlorophenyl)pyrazolo[1,5-*c*]pyrimidin-3-yl]-*N*-cyclopentylpyrimidin-2-amine;  
4-[2-(3-Chlorophenyl)-7-(methylthio)pyrazolo[1,5-*c*]pyrimidin-3-yl]-*N*-cyclopentylpyrimidin-2-amine;  
2-(3-Chlorophenyl)-*N*-cyclopentyl-3-[2-(cyclopentylamino)-4-pyrimidinyl]pyrazolo[1,5-*c*]pyrimidin-7-amine;  
4-[2-(3-Chlorophenyl)-7-(4-morpholinyl)pyrazolo[1,5-*c*]pyrimidin-3-yl]-*N*-cyclopentyl-2-pyrimidinamine;  
2-(3-Chlorophenyl)-3-[2-(cyclopentylamino)-4-pyrimidinyl]-*N*-(2-methoxyethyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
2-(3-Chlorophenyl)-3-[2-(cyclopentylamino)-4-pyrimidinyl]pyrazolo[1,5-*c*]pyrimidin-7-ol;  
*N*-Cyclopentyl-8-(2-fluoro-4-pyridinyl)-2-(methylsulfanyl)-7-phenylpyrazolo[1,5-*a*][1,3,5]triazin-4-amine;  
*N<sup>2</sup>,N<sup>4</sup>*-Dicyclopentyl-8-[2-(cyclopentylamino)-4-pyridinyl]-7-phenylpyrazolo[1,5-*a*][1,3,5]triazine-2,4-diamine;  
*N*-Cyclopentyl-8-[2-(cyclopentylamino)-4-pyrimidinyl]-7-phenylpyrazolo[1,5-*a*][1,3,5]triazin-4-amine;  
3-[2-(Butylamino)pyrimidin-4-yl]-*N*-cyclopentyl-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
3-(2-Anilinopyrimidin-4-yl)-*N*-cyclopentyl-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
3-[2-(1,3-Benzothiazol-2-ylamino)pyrimidin-4-yl]-*N*-cyclopentyl-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-Cyclopentyl-2-(4-fluorophenyl)-3-{2-[(4-methyl-1,3-thiazol-2-yl)amino]pyrimidin-4-yl}pyrazolo[1,5-*c*]pyrimidin-7-amine;  
3-[2-(1*H*-Benzimidazol-2-ylamino)pyrimidin-4-yl]-*N*-cyclopentyl-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;

*N*-Cyclopentyl-3-{2-[(4-fluorobenzyl)amino]pyrimidin-4-yl}-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-Cyclopentyl-2-(4-fluorophenyl)-3-{2-[(2-phenylethyl)amino]pyrimidin-4-yl}pyrazolo[1,5-*c*]pyrimidin-7-amine;  
3-[2-(*tert*-Butylamino)pyrimidin-4-yl]-*N*-cyclopentyl-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-Cyclopentyl-4-[2-(4-fluorophenyl)-7-(methylsulfanyl)pyrazolo[1,5-*c*]pyrimidin-3-yl]pyrimidin-2-amine;  
*N*-Cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-(4-methoxyphenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
4-{7-(Cyclopentylamino)-3-[2-(cyclopentylamino)pyrimidin-4-yl]pyrazolo[1,5-*c*]pyrimidin-2-yl}phenol;  
3-[2-(Cyclopentylamino)pyrimidin-4-yl]-*N*-cyclopropyl-2-(4-methoxyphenyl)pyrazolo-[1,5-*c*]pyrimidin-7-amine;  
2-(4-Butoxyphenyl)-*N*-cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-Cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-(4-isobutoxyphenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-Cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-[4-(2-methoxyethoxy)phenyl]pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-Cyclopentyl-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-(4-propoxyphenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-(*tert*-Butyl)-3-[2-(cyclopentylamino)pyrimidin-4-yl]-2-(4-fluorophenyl)pyrazolo[1,5-*c*]pyrimidin-7-amine;  
*N*-Cyclopentyl-4-[2-(4-fluorophenyl)-7-pyrrolidin-1-ylpyrazolo[1,5-*c*]pyrimidin-3-yl]pyrimidin-2-amine; and  
*N*-Cyclopentyl-4-[2-(4-fluorophenyl)-7-piperidin-1-ylpyrazolo[1,5-*c*]pyrimidin-3-yl]pyrimidin-2-amine, or  
a pharmaceutically acceptable salt, solvate or physiologically functional derivative thereof.

23. (Currently Amended) A pharmaceutical composition comprising a compound according to claim 1 ~~any of claims 1-22~~.

24. (Original) The pharmaceutical composition according to claim 23 further comprising a pharmaceutically acceptable carrier or diluent.

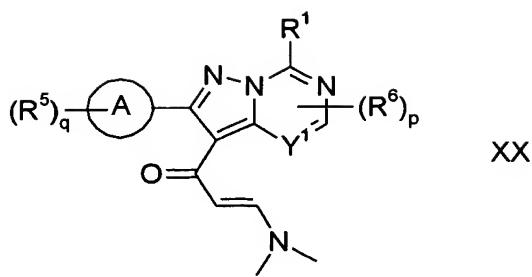
25. (Currently Amended) The pharmaceutical composition according to ~~claim 23 any of claims 23-24~~ further comprising an antiviral agent selected from the group consisting of aciclovir and valaciclovir.

26. (Currently Amended) A method for the prophylaxis or treatment of a herpes viral infection in an animal, said method comprising administering to the animal a therapeutically effective amount of a compound according to ~~claim 1 any of claims 1-22~~.

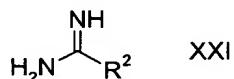
27. (Original) The method according to claim 26 wherein said herpes viral infection is selected from the group consisting of herpes simplex virus 1, herpes simplex virus 2, cytomegalovirus, Epstein Barr virus, varicella zoster virus, human herpes virus 6, human herpes virus 7 and human herpes virus 8.

28. (Currently Amended) A method for the prophylaxis or treatment of a condition or disease associated with a herpes viral infection in an animal, comprising administering to the animal a therapeutically effective amount of the compound of formula (I) according to ~~claim 1 any of claims 1-22~~.

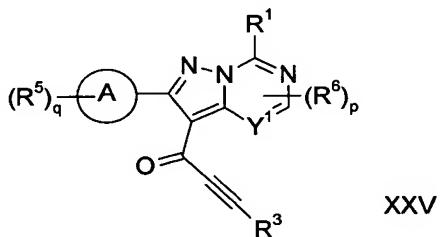
29. (Currently Amended) A process for preparing a compound according to ~~any claim 1 of claims 1-22~~ wherein Y<sup>1</sup> is CH; Y is N; R<sup>2</sup> is selected from the group consisting of alkyl, cycloalkyl, alkenyl, cycloalkenyl, Ay, Het, -OR<sup>7</sup>, -OAy, -OHet -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay, -NHHet -S(O)<sub>n</sub>R<sup>9</sup>, -S(O)<sub>n</sub>Ay, -R<sup>10</sup>NR<sup>7</sup>R<sup>8</sup> and -R<sup>10</sup>NR<sup>7</sup>Ay; and R<sup>3</sup> and R<sup>4</sup> are H, said process comprising reacting a compound of formula (XX):



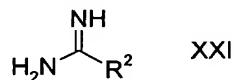
with a compound of formula (XXI):



30. (Currently Amended) A process for preparing a compound according to claim 1 ~~any of claims 1-22~~ wherein Y is N; R<sup>2</sup> is selected from the group consisting of alkyl, cycloalkyl, alkenyl, cycloalkenyl, Ay, Het, -OR<sup>7</sup>, -OAy, -OHet -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay, -NHHet -S(O)<sub>n</sub>R<sup>9</sup>, -S(O)<sub>n</sub>Ay, -R<sup>10</sup>NR<sup>7</sup>R<sup>8</sup> and -R<sup>10</sup>NR<sup>7</sup>Ay; R<sup>3</sup> is selected from the group consisting of H, alkyl, alkenyl, cycloalkyl, Ay, Het, -C(O)R<sup>7</sup>, C(O)Ay, -CO<sub>2</sub>R<sup>7</sup>, -CO<sub>2</sub>Ay, -OR<sup>7</sup>, -OAy, -NR<sup>7</sup>R<sup>8</sup> (where R<sup>7</sup> and R<sup>8</sup> are not H), -NR<sup>7</sup>Ay (where R<sup>7</sup> is H), -SO<sub>2</sub>NHR<sup>9</sup>, -R<sup>10</sup>OR<sup>7</sup>, -R<sup>10</sup>cycloalkyl, -R<sup>10</sup>OAy, -R<sup>10</sup>NR<sup>7</sup>R<sup>8</sup> and -R<sup>10</sup>NR<sup>7</sup>Ay; and R<sup>4</sup> is H said process comprising reacting a compound of formula (XXV):



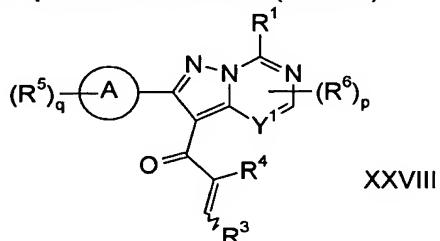
with a compound of formula (XXI):



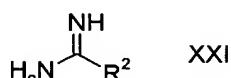
31. (Currently Amended) A process for preparing a compound according to claim 1 ~~any of claims 1-22~~ wherein Y is N and R<sup>2</sup> is selected from the group consisting of alkyl, cycloalkyl, alkenyl, cycloalkenyl, Ay, Het, -OR<sup>7</sup>,

-OAy, -OHet -NR<sup>7</sup>R<sup>8</sup>, -NR<sup>7</sup>Ay, -NHHet -S(O)<sub>n</sub>R<sup>9</sup>, -S(O)<sub>n</sub>Ay, -R<sup>10</sup>NR<sup>7</sup>R<sup>8</sup> and -R<sup>10</sup>NR<sup>7</sup>Ay, said process comprising the steps of:

a) reacting a compound of formula (XXVIII):



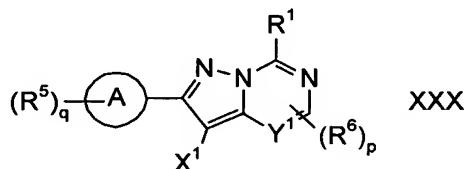
with a compound of formula (XXI):



to prepare an intermediate compound; and

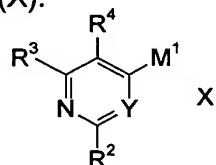
b) oxidizing the intermediate compound.

32. (Currently Amended) A process for preparing a compound according to claim 1 ~~any of claims 1-22~~ comprising reacting a compound of formula (XXX):



wherein X<sup>1</sup> is chloro, bromo or iodo;

with a compound of formula (X):



wherein M<sup>1</sup> is -B(OH)<sub>2</sub>, -B(ORA)<sub>2</sub>, -B(Ra)<sub>2</sub>, -Sn(Ra)<sub>3</sub>, Zn-halide, ZnRa, or Mg-halide where Ra is alkyl or cycloalkyl and halide is halo.

33-40. (Cancelled)